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Pages:
037



Recorded/Filed in Official Records
Recorder's Office, Los Angeles County,
California

Fee: 114.00

Tax: 0.00

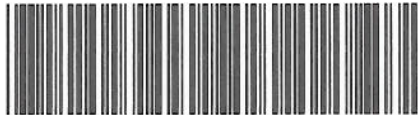
Other: 0.00

Total: 114.00

12/05/07 AT 08:00AM

Title Company

TITLE(S) : _____



LEAD SHEET

Assessor's Identification Number (AIN)

To be completed by Examiner OR Title Company in black ink.

Number of AIN's Shown

				-				-			
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71075679-259

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RECORDING REQUESTED BY



Richard S. Bayer, Esq.
1150 Silverado Street
La Jolla, California 92037

WHEN RECORDED, MAIL TO:

Department of Toxic Substances Control, Region 3
1011 N. Grandview Avenue
Glendale, California 91201
Attention: Sayareh Amir, Chief
Southern California Cleanup Operations Branch

COVENANT TO RESTRICT USE OF PROPERTIES
ENVIRONMENTAL RESTRICTION

Re: County of Los Angeles APN 5173-021-002 and 5173-021-003
410 North Center Street,, Los Angeles, California
DTSC Site Codes 301001-11 and 301333-11.

This Covenant and Agreement ("Covenant") is made by and between The Bennet Greenwald Trust under the Will and Trust Agreement of Jacob Feldman, dated June 10, 1980 (Bennet Greenwald Trust)(the "Covenantor"), the current owner of properties situated in the City of Los Angeles, County of Los Angeles, described in Exhibit "A", attached hereto and incorporated herein by this reference (the "Properties") and the California Department of Toxic Substances Control (the "Department").

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RECITALS

- a. This Covenant describes restrictions on the uses of the Properties described in Article IV of this document and is being recorded in connection with issuance of a certification letter by the Department.
- b. The covenant does not restrict commercial and industrial land uses on the Site.
- c. Pursuant to Civil Code section 1471, the Department has determined that the limited restrictions on the use of the property described in this Covenant are reasonably necessary to protect present or future human health or safety or the environment as a result of the presence on the land of hazardous materials as defined in Health and Safety Code section 25260.
- d. The Covenantor and the Department, collectively referred to as the "Parties," hereby agree, pursuant to Civil Code section 1471 and Health and Safety Code section 25355.5, that the use of the Properties be restricted as set forth in this Covenant; and the Parties further agree that the Covenant shall conform with the requirements of California Code of Regulations, title 22, section 67391.1.

ARTICLE I

STATEMENT OF FACTS

1.01 The Properties are adjacent, rectangular-shaped parcels of approximately 1.2 and 0.2 acres, and are more particularly described and depicted in Exhibit "A". The Properties are located in the area now generally bounded by North Center Street on the west, Ducommun Street on the north and Jackson Street on the south. The Properties are also known as the former Aliso Street Manufactured Gas Plant (MGP), Sector C Block N, site (Site). The Properties are also generally described as County of Los Angeles Assessor Parcel Numbers 5173-021-002 and 5173-021-003. A legal description of the Properties is attached and incorporated as Exhibit "A". A survey of the Properties is attached and incorporated as Exhibit "B".

1.02 The Site was formerly occupied by the Los Angeles Gas and Electric Company and its successor, Southern California Gas Company ("Gas Company"), which entered into a Voluntary Cleanup Agreement dated January 19, 2001, amended August 3, 2005, [Docket No. HAS-A 00101-173] with the Department.

1.03. According to the Remedial Investigation (RI) for the Site dated October 21, 2003, prepared by the Gas Company, soil was impacted by volatile organic compounds (VOCs), including benzene and xylene, and by polynuclear aromatic hydrocarbons, (PAHs), including naphthalene; and soil gas was impacted by several VOCs, of which two compounds (benzene and tetrachloroethylene) exceeded their respective commercial and residential land use California Human Health Screening Levels for shallow soil gas.

1.04 The Gas Company prepared a Removal Action Workplan (RAW) pursuant to Chapter 6.8 of Division 20 of the Health and Safety Code, under the oversight of the Department. The objective of the RAW was to clean up the Site to a non-restricted (residential) land use, based on the most protective removal action goals. The RAW did not address groundwater underlying the Site.

1.05 Pursuant to the RAW, the Gas Company conducted excavation and various remedial actions during 2005 and 2006. The Removal Action Completion Report dated October 30, 2006 and approved by the Department on November 3, 2006 concluded that the requirements of the RAW were satisfied. However, in its approval of the Removal Action Completion Report, the Department noted the Site was not remediated to unrestricted land use cleanup levels and recommended that a land use covenant be prepared that would prohibit sensitive land uses.

1.06 The Site is within a methane zone as defined by the Los Angeles Department of Building and Safety through Los Angeles City Ordinance No. 175790. As such, protective measures will be required for new construction on the Site in accordance with

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the requirements of the ordinance. The ordinance is implemented and enforced by the Los Angeles Department of Building and Safety. The Engineering Controls described in Article IV of this Covenant are intended to be functionally equivalent to the protective measures required by the ordinance.

1.07 The Department has determined that use of the Properties does not pose a risk to human health or the environment from the hazardous substances subject to the Removal Action completed on the site if developed and used in accordance with the terms of this Covenant, and therefore this Covenant is being recorded against the Properties for such purpose.

ARTICLE II

DEFINITIONS

2.01 Department. "Department" means the California Department of Toxic Substances Control and includes its successor agencies, if any.

2.02 Environmental Restrictions. "Environmental Restrictions" means all protective provisions, covenants, restrictions, prohibitions, and terms and conditions as set forth in any paragraph of this Covenant.

2.03 Improvements. "Improvements" includes, but is not limited to: buildings, structures, roads, driveways, improved parking areas, wells, pipelines, or other utilities.

2.04 Lease. "Lease" means lease, rental agreement, or any other document that creates a right to use or occupy any portion of the Properties.

2.05 Owner: "Owner" means the Covenantor, its successors in interest, and their successors in interest, including heirs and assigns, who at any time hold title to all or any portion of the Properties.

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2.06 Occupant. "Occupant" means Owners and any person or entity entitled by ownership, leasehold, or other legal relationship to the right to occupy all or any portion of the Properties.

2.07 Engineering Controls. "Engineering Controls" shall refer to physical structures, such as vapor barrier control systems, that eliminate or sufficiently reduce exposure to contaminants. These Engineering Controls and related restrictions are described in more detail in Article IV and the Operations and Maintenance Plan, Exhibit "C" to this Covenant.

ARTICLE III

GENERAL PROVISIONS

3.01 Runs with the Land. This Covenant sets forth Environmental Restrictions that apply to and encumber the Properties and every portion thereof no matter how they are improved, held, used, occupied, leased, sold, hypothecated, encumbered, or conveyed. This Covenant: (a) runs with the land pursuant to Health and Safety Code section 25355.5 (a) (1) (C) and Civil Code section 1471; (b) inures to the benefit of and passes with each and every portion of the Properties, (c) is for the benefit of, and is enforceable by the Department, and (d) is imposed upon the entirety of both Properties unless expressly stated as applicable only to a specific portion thereof.

3.02 Binding upon Owners/Occupants. Pursuant to the Health and Safety Code, this Covenant binds all owners of the Properties and any portion of the Properties, their heirs, successors, and assignees, and the agents, employees, and lessees of the owners, heirs, successors, and assignees. Pursuant to Civil Code section 1471, all successive owners of the Properties and any portion of the Properties are expressly bound hereby for the benefit of the Department.

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3.03 Incorporation into Deeds and Leases. This Covenant and its Environmental Restrictions shall be incorporated by reference in each and every deed and Lease for all or any portion of the Properties.

3.04 Conveyance of Properties. The Owner shall provide written notice to the Department not later than thirty (30) days after any conveyance of any ownership interest in the Properties or any portion of the Properties (excluding Leases, and mortgages, liens, and other non-possessory encumbrances). The written notice shall include the name and mailing address of the new owner of the Properties or any portion thereof and shall reference the site name and site codes as listed on page one of this Covenant. The notice shall also include the Assessor's Parcel Numbers (APNs) noted on page one. If the new owner's Property or Properties has or have been assigned a different APN, each such APN that covers the Properties must be provided. The Department shall not, by reason of this Covenant, have authority to approve, disapprove, or otherwise affect any proposed conveyance, except as otherwise provided by law, by administrative order, or by a specific provision of this Covenant.

3.05. Costs of Administering the Covenant to be Paid by Owner. The Department has already incurred and will in the future incur costs associated with the administration of this Covenant. Therefore, the Covenantor hereby covenants for the Covenantor and for all subsequent Owners that, pursuant to California Code of Regulations, title 22, section 67391.1(h), the Owner agrees to pay the Department's costs in administering this Covenant. The Department's estimated costs are described in Exhibit "D". The Owner shall pay the Department's costs of administering this Covenant for each parcel comprising the Site, including costs already incurred and future costs associated with the administration of this Covenant. Cost recovery may also be pursued by the Department under CERCLA, Health and Safety Code section 25360, or any other applicable state or federal statute or common law. The Department will invoice Owner for the Department's costs on a quarterly basis.

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ARTICLE IV
RESTRICTIONS AND REQUIREMENTS

4.01 No structure may be occupied on the Properties or on any portion of the Properties for any of the uses set forth in paragraph 4.02 (a) through (e) unless the structure includes one or more of the Engineering Controls described in the Operation and Maintenance Plan, attached as Exhibit "C" and incorporated by reference.

4.02 Prohibited Uses at or Below Grade Level.

The Properties or any portion of the Properties shall not be used for any of the following uses at or below grade level;

- (a) A hospital for humans;
- (b) A public or private school for persons under 21 years of age;
- (c) A day care center for children;
- (d) A single family residence.
- (e) A ground-floor residence (in a basement or first floor above slab-on-grade)

4.03. Soil Management

- (a) No activities that will disturb the soil (e.g., excavation, grading, removal, trenching, filling, earth movement or mining) shall be allowed on the Properties or any portion of the Properties without a Soil Management Plan and a Health and Safety Plan approved by the Department.
- (b) Any contaminated soils brought to the surface by grading, excavation, or trenching shall be managed in accordance with all applicable provisions of state and federal law.

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- (c) The Owner shall provide the Department written notice at least fourteen (14) days prior to any building, filling, grading, mining or excavating in the Properties or any portion of the Properties more than 10 feet below the soil surface.

4.04. Prohibited Activities. The following activities shall not be conducted at the Properties or any portion of the Properties:

- (a) Installation of wells or extraction of groundwater without prior written approval by the Department.
- (b) Raising of food (e.g., food crops).

4.05 Access for Department. The Department shall have reasonable right of entry and access to the Properties or any portion of the Properties for inspection, monitoring, and other activities consistent with the purposes of this Covenant as deemed necessary by the Department in order to protect the public health or safety, or the environment.

4.06 Inspection and Reporting Requirements. One year from the effective date of this Covenant, and annually thereafter, Owner(s) or their agents(s) shall conduct an annual inspection of the Properties verifying compliance with this Covenant and shall submit an annual inspection report to the Department for its approval, certifying whether the Owner is in compliance with the use restrictions specified in this Covenant. An Annual Inspection Report Form is attached as Exhibit "E". The Owner(s) shall submit the Annual Inspection Report by the 15th day of the anniversary month to: Sayareh Amir, Department of Toxic Substances Control, Southern California Cleanup Operations Branch, Glendale Office, or her successor. The annual inspection report must include the dates, times, and names of those who conducted the inspection and reviewed the annual inspection report. It also shall describe how the observations were performed that were the basis for the statements and conclusions in the annual inspection report (e.g., drive by, fly over, walk in, etc.). If violations are noted, the annual inspection report must detail the steps taken to return to compliance. If the Owner identifies any

violations of this Covenant during the annual inspections or at any other time, the Owner must within 10 days of identifying the violation: determine the identity of the party in violation, send a letter advising the party of the violation of the Covenant, and demand that the violation cease immediately. Additionally, copies of any correspondence related to the violation of this Covenant shall be sent to the Department within ten (10) days of its original transmission.

ARTICLE V
ENFORCEMENT

5.01 Enforcement. Failure of the Owner or Occupant to comply with this Covenant shall be grounds for the Department to require modification or removal of any improvements constructed or placed upon any portion of the Properties in violation of this Covenant. Violation of this Covenant, including but not limited to failure to submit, or the submission of any false statement, record or report to the Department, shall be grounds for the Department to pursue administrative, civil or criminal actions as provided by law.

ARTICLE VI
VARIANCE, TERMINATION AND TERM

6.01 Variance. Covenantor, or any other aggrieved person, may apply to the Department for a written variance from the provisions of this Covenant. Such application shall be made in accordance with Health and Safety Code section 25233.

6.02 Termination or Partial Termination. Owner, or any other aggrieved person, may apply to the Department for a termination or partial termination of one or more terms of this Covenant as they apply to all or any portion of the Properties. Such application shall be made in accordance with Health and Safety Code section 25234.

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6.03 Term. Unless ended in accordance with paragraph 6.02 above, by law, or by the Department in the exercise of its discretion, this Covenant shall continue in effect in perpetuity.

ARTICLE VII
MISCELLANEOUS

7.01 No Dedication Intended. Nothing set forth in this Covenant shall be construed to be a gift or dedication, or offer of a gift or dedication, of the Properties, or any portion thereof, to the general public or anyone else for any purpose whatsoever.

7.02 Recordation. The Covenantor shall record this Covenant, with all referenced Exhibits, in the County of Los Angeles within ten (10) days of the Covenantor's receipt of a fully executed original.

7.03 Notices. Whenever any person gives or serves any Notice ("Notice" as used herein includes any demand or other communication with respect to this Covenant), each such Notice shall be in writing and shall be deemed effective: (1) when delivered, if personally delivered to the person being served or to an officer of a corporate party being served, or (2) three (3) business days after deposit in the mail, if mailed by United States mail, postage paid, certified, return receipt requested:

To Owner: Bennet Greenwald, Trustee
The Bennet Greenwald Trust
Under the Will and Trust Agreement
of Jacob Feldman Dated June 10, 1980
2929 Canon Street
San Diego, California 92106
Telephone: (619) 231-1900
Facsimile: (619) 232-1997

With a copy to:

Richard S. Bayer, Esq.
1150 Silverado Street
La Jolla, California 92037
Telephone: (858) 454-1005

Facsimile: (858) 454-1021
rbayer@richardbayer.com

To Department:

Department of Toxic Substances Control
1011 N. Grandview Avenue
Glendale, California 91201
Attn: Sayareh Amir, Chief

Any party may change its address or the individual to whose attention a Notice is to be sent by giving written Notice in compliance with this paragraph.

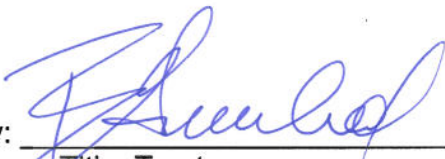
7.04 Partial Invalidity. If this Covenant or any of its terms are determined by a court of competent jurisdiction to be invalid for any reason, the surviving portions of this Covenant shall remain in full force and effect as if such portion found invalid had not been included herein.

7.05 Statutory References. All statutory references include successor provisions.


7.06 Incorporation of Attachments. All attachments and exhibits to this Covenant are incorporated herein by reference.

IN WITNESS WHEREOF, the Parties execute this Covenant.

Covenantor: The Bennet Greenwald Trust

By: 
Title: Trustee
Date: 11-29-07

Department of Toxic Substances Control

By: 
Title: Southern California Cleanup Operations Branch Chief, Glendale Office
Date: 11-29-07

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

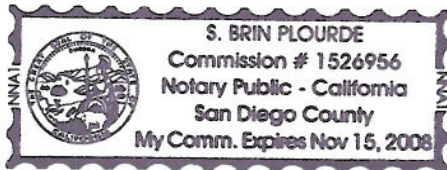
State of California

County of San Diego } ss.

On 11/29/07, before me, S. Brin Plourde, Notary Public
Date Name and Title of Officer (e.g., "Jane Doe, Notary Public")
personally appeared Bennet greenwald
Name(s) of Signer(s)

☒ personally known to me

☐ proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



Place Notary Seal Above

WITNESS my hand and official seal.

S. Brin Plourde
Signature of Notary Public

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document

Title or Type of Document: Covenant to Restrict Use of Properties - Environmental Restriction

Document Date: November 29, 2007 Number of Pages: 35

Signer(s) Other Than Named Above: Sayareh Amir

Capacity(ies) Claimed by Signer(s)

Signer's Name: _____

- ☐ Individual
☐ Corporate Officer — Title(s): _____
☐ Partner — ☐ Limited ☐ General
☐ Attorney in Fact
☐ Trustee
☐ Guardian or Conservator
☐ Other: _____

Signer Is Representing: _____

RIGHT THUMBPRINT
OF SIGNER

Top of thumb here

Signer's Name: _____

- ☐ Individual
☐ Corporate Officer — Title(s): _____
☐ Partner — ☐ Limited ☐ General
☐ Attorney in Fact
☐ Trustee
☐ Guardian or Conservator
☐ Other: _____

Signer Is Representing: _____

RIGHT THUMBPRINT
OF SIGNER

Top of thumb here

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

State of California

County of San Diego } ss.

On 11/29/07, before me, S. Brin Plourde, Notary Public,
Date Name and Title of Officer (e.g., "Jane Doe, Notary Public")

personally appeared Sayareh Amir,
Name(s) of Signer(s)

☐ personally known to me

☒ proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



Place Notary Seal Above

WITNESS my hand and official seal.

S. Brin Plourde
Signature of Notary Public

OPTIONAL

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Document Date: November 29, 2007 Number of Pages: 35

Signer(s) Other Than Named Above: Bennet Greenwald

Capacity(ies) Claimed by Signer(s)

Signer's Name: _____

- ☐ Individual
- ☐ Corporate Officer — Title(s): _____
- ☐ Partner — ☐ Limited ☐ General
- ☐ Attorney in Fact
- ☐ Trustee
- ☐ Guardian or Conservator
- ☐ Other: _____

RIGHT THUMBPRINT
OF SIGNER
Top of thumb here

Signer Is Representing: _____

Signer's Name: _____

- ☐ Individual
- ☐ Corporate Officer — Title(s): _____
- ☐ Partner — ☐ Limited ☐ General
- ☐ Attorney in Fact
- ☐ Trustee
- ☐ Guardian or Conservator
- ☐ Other: _____

RIGHT THUMBPRINT
OF SIGNER
Top of thumb here

Signer Is Representing: _____

List of Exhibits

Exhibit A: Legal Description of Properties

Exhibit B: Survey of the Properties

Exhibit C: Operation and Maintenance Plan

Exhibit D: Oversight Cost Estimate

Exhibit E: Annual Status Report Form

Exhibit A – Legal Description

PARCEL 1:

PARCEL "B", IN THE CITY OF LOS ANGELES, COUNTY OF LOS ANGELES, STATE OF CALIFORNIA, AS SHOWN ON PARCEL MAP L.A. NO. 4255, AS PER MAP FILED IN BOOK 112 PAGES 21 AND 22 OF PARCEL MAPS, IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY.

EXCEPT THEREFROM 50 PER CENT OF ALL OIL, GAS, HYDROCARBONS AND OTHER MINERAL RIGHTS BELOW A DEPTH OF 500 FEET, WITHOUT THE RIGHT OF SURFACE ENTRY WHICH ARE NOT THE SUBJECT TO PRIOR EXCEPTION OR RESERVATION, AS RESERVED BY SOUTHERN CALIFORNIA GAS COMPANY, A CORPORATION, IN THE DEED RECORDED ON AUGUST 9, 1979 AS INSTRUMENT NO. 79-878320.

PARCEL 2:

PARCEL "A", IN THE CITY OF LOS ANGELES, COUNTY OF LOS ANGELES, STATE OF CALIFORNIA, AS SHOWN ON PARCEL MAP L.A. NO. 4255, FILED IN BOOK 112 PAGES 21 AND 22 OF PARCEL MAPS, IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY.

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Exhibit B: Survey of the Properties

SCALE: 1"=30'

PARCEL MAP L.A. NO 4255

SHEET 1 OF 2 SHEETS

IN THE CITY OF LOS ANGELES

STATE OF CALIFORNIA

FOR SUBDIVISION PURPOSES

79- 597120

BEING A SUBDIVISION OF LOT 4, TRACT NO. 11189, PER MAP RECORDED IN BOOK 201, PAGES 1 AND 2 OF MAPS, RECORDS OF LOS ANGELES COUNTY.

FILED
AT REQUEST OF
So California Gas Co.
JAN 11 1979
1 PM 4 PM
BOOK 112
PAGE 21
OF PARCEL MAPS
LOS ANGELES COUNTY, CALIF.
Register-Recorder
BY *[Signature]* 700

OWNER'S CERTIFICATE

WE HEREBY CERTIFY THAT WE ARE THE OWNERS OF OR ARE INTERESTED IN THE LAND INCLUDED WITHIN THE SUBDIVISION SHOWN ON THIS MAP WITHIN THE DISTINCTIVE BORDER LINES, AND WE CONSENT TO THE PREPARATION AND FILING OF SAID MAP AND SUBDIVISION. WE HEREBY DEDICATE FOR PUBLIC USE FOR STREET PURPOSES THOSE CERTAIN STRIPS OF LAND DESIGNATED AS FUTURE STREET ON SAID MAP WITHIN SAID SUBDIVISION, RESERVING TO OURSELVES FOR THE USE OF OURSELVES AND SUCCESSOR OWNERS OF SAID STRIPS OF LAND, ANY AND ALL ORDINARY USES OF SAID LAND EXCEPT FOR THE ERECTION OR CONSTRUCTION OF BUILDINGS THEREON, UNTIL SUCH TIME AS THE LEGISLATIVE BODY SHALL ACCEPT THE SAME FOR STREET PURPOSES. THOSE PORTIONS OF THE DEDICATIONS OCCUPIED BY EXISTING BUILDINGS WILL NOT BE ACCEPTED FOR PUBLIC USE UNTIL THE BUILDINGS HAVE BEEN REMOVED OR REMODELED SO AS NOT TO ENCRDACH.

SOUTHERN CALIFORNIA GAS COMPANY, A PUBLIC UTILITY CORPORATION, WHO ACQUIRED TITLE AS LOS ANGELES GAS AND ELECTRIC CORPORATION, A CALIFORNIA CORPORATION (OWNER).

[Signature]
BURTON LARSON - VICE-PRESIDENT

[Signature]
J. L. GERTON - ASST. SECRETARY

ENGINEER'S CERTIFICATE

THIS MAP WAS PREPARED BY ME OR UNDER MY DIRECTION, AND WAS COMPILED FROM RECORD DATA IN CONFORMANCE WITH THE REQUIREMENTS OF THE SUBDIVISION MAP ACT AND LOCAL ORDINANCE AT THE REQUEST OF SOUTHERN CALIFORNIA GAS COMPANY ON OCTOBER 27, 1978. I HEREBY STATE THAT THIS PARCEL MAP SUBSTANTIALLY CONFORMS TO THE APPROVED OR CONDITIONALLY APPROVED TENTATIVE MAP, IF ANY.

[Signature]
THOMAS G. MCCLITCHAN R.C.E. 9890

BASIS OF BEARINGS

THE BEARING N. 9°15'50" E. OF THE CENTERLINE OF CENTER STREET AS SHOWN ON MAP OF TRACT NO. 11189, AS RECORDED IN BOOK 201, PAGES 1 & 2 OF MAPS, RECORDS OF LOS ANGELES COUNTY, WAS TAKEN AS THE BASIS OF BEARINGS SHOWN ON THIS MAP.

STATE OF CALIFORNIA }
COUNTY OF LOS ANGELES }

ON THIS 27th DAY of November, 1978, BEFORE ME, *Charlotte E. Waugh*, A NOTARY PUBLIC IN AND FOR SAID COUNTY AND STATE, PERSONALLY APPEARED *Burton Larson* KNOWN TO ME TO BE THE *Vice-President* AND *J. L. Gerton* KNOWN TO ME TO BE THE *Asst. Secretary* OF SOUTHERN CALIFORNIA GAS COMPANY, A CALIFORNIA CORPORATION, THE CORPORATION THAT EXECUTED THE WITHIN INSTRUMENT AND KNOWN TO ME TO BE THE PERSONS WHO EXECUTED THE WITHIN INSTRUMENT ON BEHALF OF THE CORPORATION THEREIN NAMED AND ACKNOWLEDGED TO ME THAT SUCH CORPORATION EXECUTED THE WITHIN INSTRUMENT PURSUANT TO ITS BY-LAWS OR A RESOLUTION OF ITS BOARD OF DIRECTORS.

Charlotte E. Waugh
NOTARY PUBLIC IN AND FOR THE COUNTY OF LOS ANGELES, STATE OF CALIFORNIA



THE SIGNATURE OF THE CITY OF LOS ANGELES, HOLDER OF AN EASEMENT FOR OVERHEAD ELECTRICAL WIRES PER DEED RECORDED IN BOOK 14788, PAGE 1, OF OFFICIAL RECORDS, RECORDS OF LOS ANGELES COUNTY, HAS BEEN OMITTED UNDER THE PROVISIONS OF SECTION 66436, SUBSECTION (C)(1) OF THE SUBDIVISION MAP ACT; ITS INTEREST IS SUCH THAT IT CANNOT RIPEN INTO A FEE TITLE AND SAID SIGNATURE IS NOT REQUIRED BY THE LOS ANGELES CITY COUNCIL.

CERTIFICATE OF SPECIAL ASSESSMENT

I HEREBY CERTIFY that, according to the records of the offices of the Bureau of Engineering of the Department of Public Works and the Treasurer of the City of Los Angeles, none of the lines of lots or parcels of the subdivision shown on the attached subdivision map will divide any land subject to any special assessment or bond representing a special assessment which may be paid in full except as follows: NONE

The amount necessary for the payment in full of such assessment and/or bond at this time is \$ NONE

Date: MAY 17, 1979
DONALD C. TILLMAN ROBERT M. ODELL, JR.
City Engineer, Treasurer,
City of Los Angeles City of Los Angeles
By: *[Signature]* By: *[Signature]*

NOTE: The approval of this Parcel Map shall not be construed as having been based upon geological investigation such as will authorize the issuance of building permits on the subject property. Such permits will be issued only at such time as the Department of Building and Safety has received such topographic maps and geological reports as it deems necessary to justify the issuance of such building permits.

CITY ENGINEER'S CERTIFICATE (PARCEL MAP)

This map conforms with the requirements of the Subdivision Map Act and local ordinance.

Dated May 30, 1979
DONALD C. TILLMAN, CITY ENGINEER

CERTIFICATE OF TITLE

I HEREBY CERTIFY that there is no file in the office of the City Engineer of the City of Los Angeles, County of Los Angeles, State of California, a Certificate made by the SOUTHERN CALIFORNIA GAS COMPANY of said City, Order No. 11189 dated MAY 17, 1979 certifying that it appears from the records of said City and County that SOUTHERN CALIFORNIA GAS COMPANY

(a) (are) the only persons whose consent is required for the recording of this map by law.
Date: MAY 30, 1979
[Signature] *[Signature]*

CERTIFICATE OF ACCEPTANCE

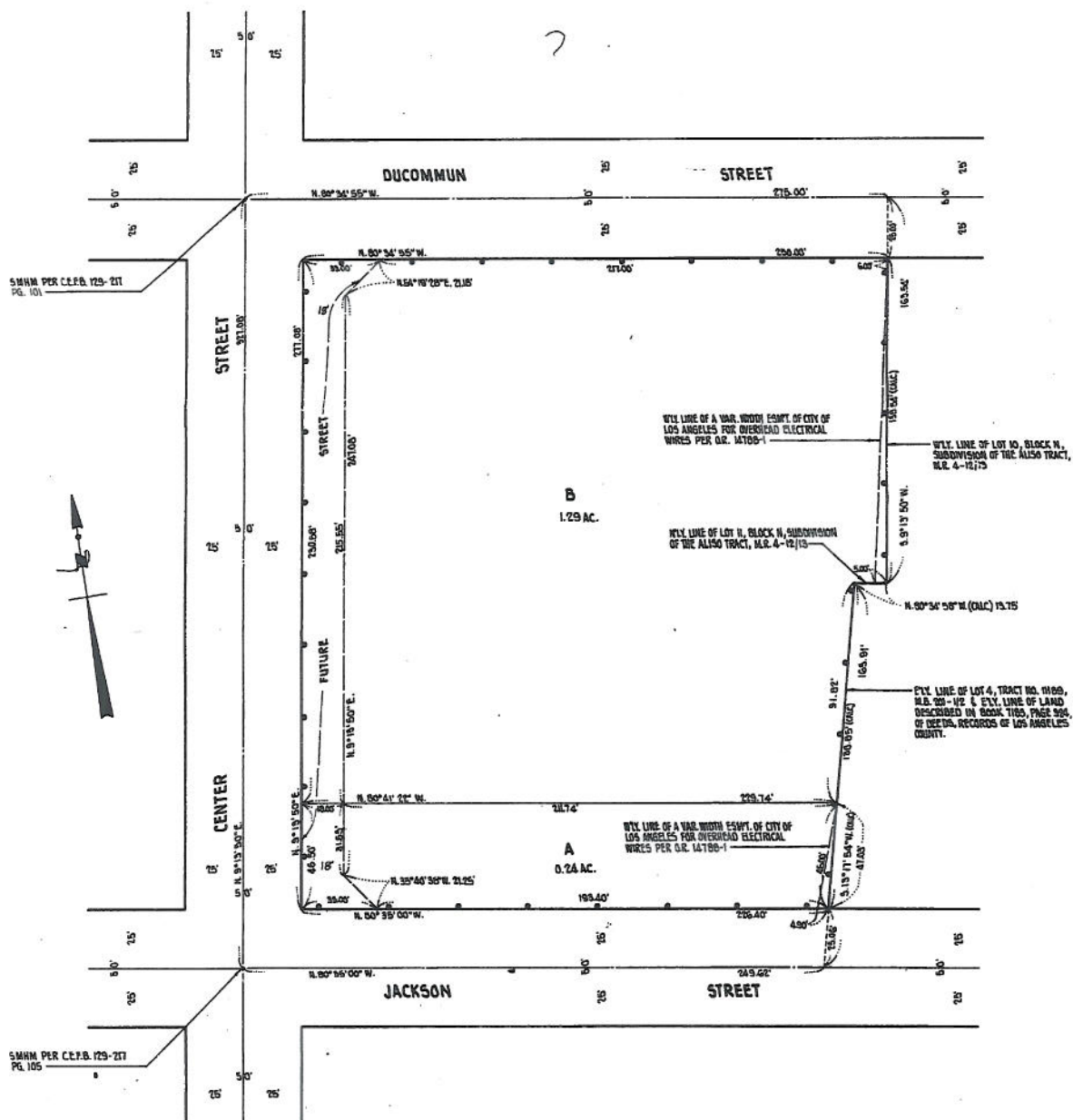
I HEREBY CERTIFY that the City Council of the City of Los Angeles approved the attached map and accepted on behalf of the public all the streets, roads, alleys, highways, easements and all other properties offered for dedication herein unless otherwise rejected and shodownment of ingress and egress rights shown on said map and therein offered and dedication except those marked "Future Street" and "Future Alley" provided that nothing herein contained shall be construed as an acceptance of any improvements made in or upon any street, road, alley, highway or easement shown on this map.

Date: MAY 31, 1979
REX E. LAYTON, City Clerk
By: *[Signature]* Deputy

IN THE CITY OF LOS ANGELES
STATE OF CALIFORNIA

FILED WITH LOS ANGELES
COUNTY RECORDER
JUN 1 1979

INDICATES THE BOUNDARY OF THE LAND
BEING SUBDIVIDED BY THIS MAP.



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Exhibit C: Operation and Maintenance Plan



June 21, 2007

Project No. 1208.001

Mr. Bennett Greenwald
President
THE GREENWALD COMPANY
2929 Canon Street
San Diego, California 92106

Operations and Maintenance Plan
410 Center Street
Los Angeles, California

Dear Mr. Greenwald:

This Operations and Maintenance Plan describes proposed engineering controls for the property located at 410 Center Street in Los Angeles, California. Although the site has been remediated to the satisfaction of the Department of Toxic Substances Control (DTSC), there are additional environmental factors that will continue to affect the property. As such, a land use covenant (LUC) has been prepared that restricts certain uses and activities, and requires that structures built on the site include engineering controls to ensure protection of human health from these factors. This plan accompanies that LUC, and conceptually describes implementation of the engineering controls.

EXISTING CONDITIONS

This section provides a brief summary of the conditions warranting engineering controls. It is not an exhaustive description of the site characterization or remediation. If further information is sought regarding the environmental conditions of the site the reader is referred to the reports listed in the reference section of this document.

The 410 Center Street property was once part of the Aliso Street Manufactured Gas Plant (MGP). It was also used for various other industrial purposes after the MGP facility closed in 1927. Various cleanup activities were conducted under the supervision of the DTSC, and the site was approved for commercial uses on November 3, 2006. Residential uses, however, must be within certain parameters, which is the subject of the LUC.

Even with the approval for commercial uses, there are regional environmental factors which make the LUC necessary and the implementation of engineering controls prudent. The site is within a methane zone as described by the Los Angeles Department of Building and Safety. As such certain steps (e.g., investigation, analysis) are necessary to support development. Fundamentally, however, some type of barrier system is typically required to prevent accumulation of methane within structures.

In addition, although unrelated to activities on the 410 Center Street property, groundwater has been impacted such that it is not useable without treatment. The LUC therefore prevents the drilling of wells or the extraction of groundwater without the express permission of the DTSC. Some of the components affecting groundwater are also volatile and have the potential to migrate as vapor to the surface. The potential therefore exists for an inhalation hazard should these vapors be allowed to enter a structure.

Given the potential for methane seepage, off-gassing from the groundwater and residual tetrachloroethylene (PCE) that has been detected in soil gas it is considered prudent to require vapor barrier installation.

ENGINEERING CONTROLS

Vapor barriers will be used to prevent the migration of gases from the subsurface into structures constructed on the property. This section describes what type of barriers may be used, the general construction methods and other factors that should be considered during engineering and design. These are not, however, detailed engineering designs. Those must be completed by a qualified engineer on a site-specific basis, and must meet the requirements of the Los Angeles Building and Safety Department's Methane Mitigation Plan.

Vapor barriers are either passive or active. A passive system includes some type of impermeable seal and an outlet providing a path of least resistance that vents vapors to the atmosphere away from the structure. In contrast, an active structure applies a vacuum beneath the structure that pulls vapors from the surface and discharges them to the atmosphere. An active system will still typically include an impermeable barrier of some sort. The barrier improves the performance of the extraction system and ensures that vapors do not migrate into the building should the vacuum diminish or be lost due to an equipment failure. In areas of shallow groundwater an active system typically includes provisions for dewatering to keep the gas extraction system clear. At 410 Center Street groundwater is approximately 30 feet below ground surface and a dewatering system is not anticipated to be necessary. Both types of systems will include gas monitoring systems within the building that will alert the occupants to unhealthful or potentially explosive vapor accumulation. The selection of an active or passive system will be based on the design criteria contained within Los Angeles City Ordinance No. 175790.

Figure 1 depicts a passive system for a structure with slab-on-grade construction. The details show the three most common methods for installing an impermeable barrier. The first is applying an epoxy coating over the concrete slab. Special attention must be given to construction joints, corners and penetrations. This approach has the disadvantage of being exposed to wear, spills, and other forms of deterioration. The second approach depicted is a spray applied geomembrane. This approach is effective but usually expensive. The third approach is to use a solid sheet of high-density polyethylene (HDPE), or other flexible membrane liner (FML) material. This material must be secured to footing or other penetrations to ensure an adequate seal. The system includes a pipe that can vent accumulating gases and be used for monitoring gas concentration beneath the slab.

Operations and Maintenance Plan

410 Center Street
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Figure 2 shows application of a gas extraction system to a raised foundation with a crawl space. This configuration requires active venting of accumulating vapors. A geomembrane is installed in the subgrade along the foundation footings and is protected by an overlying thickness of soil. An extraction system is used to pull air from the crawl space. Monitors and alarms are installed within the space and just outside the vent areas to ensure that potentially harmful or explosive vapors do not accumulate during operation and to alert responsible individuals when the system has malfunctioned.

Another passive approach is to construct buildings (consistent with allowable uses) on a permeable sand bed as depicted in Figure 3. This is a variation on the approach depicted in Figure 1. It would be used where site soils are impermeable and air conductivity values are low.

In conditions with elevated methane or other problematic vapors it may be necessary to actively withdraw soil gas from the sand barrier as shown in Figure 4. A series of pipes would be installed within the sand barrier in two levels during construction. The upper level of pipes would bring in atmospheric air to the sand bed. A vacuum would be applied to the lower level of pipes to withdraw soil gas containing the target vapors.

The LUC explicitly prohibits residential construction on grade. However, a popular use available to this property is multi-story residential with first floor parking or commercial. Implementations of passive and active systems for this use are depicted in Figures 5 and 6, respectively.

MAINTENANCE AND TESTING

Monitoring and extraction systems will require periodic testing and maintenance. Within Los Angeles monitoring and extraction systems must be approved for installation by the Fire Department. Testing and maintenance must be performed in accordance with the manufacturer's specifications by a person certified by the Fire Department.

Respectfully submitted,

AVOCET ENVIRONMENTAL, INC.



Robert Van Hyning, P.E.
Principal

RVH:sh
Attachments
cc:

Document2



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REFERENCES

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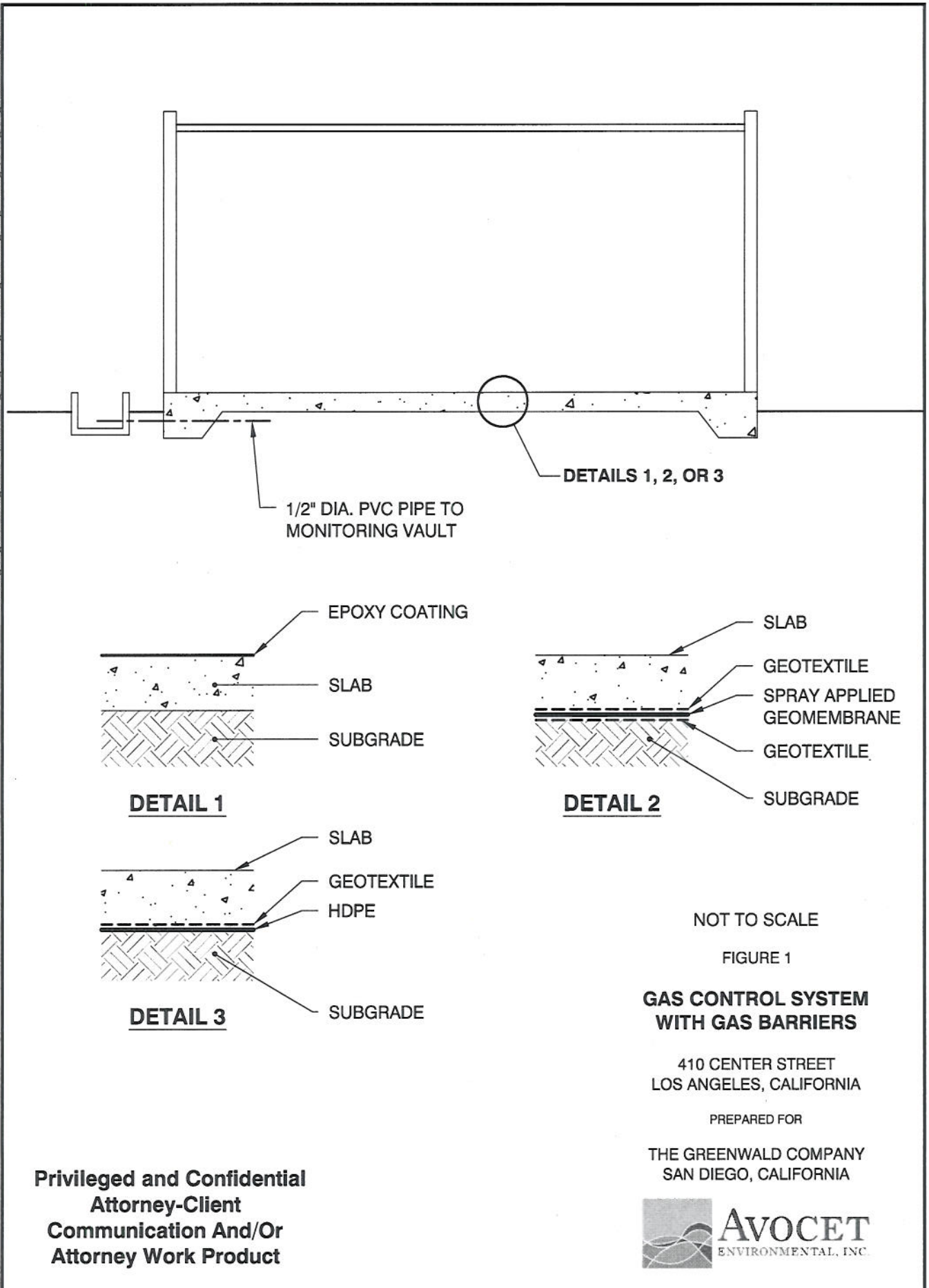
Page 6
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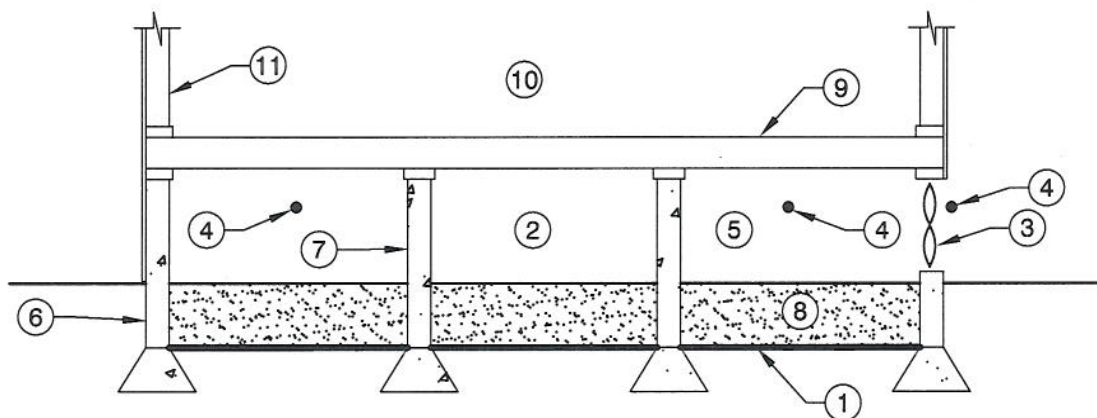
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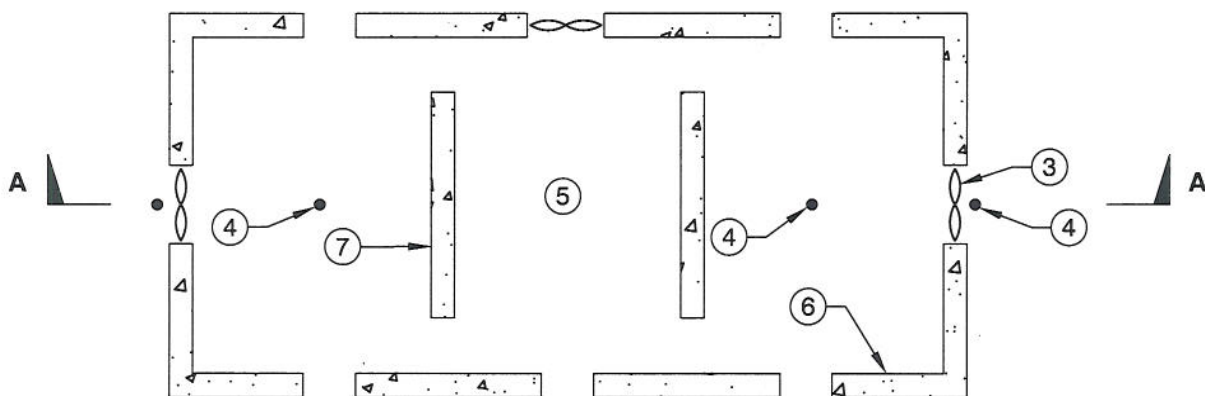
Figures

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SECTION A-A'



PLAN OF CRAWL SPACE

GAS CONTROL SYSTEM

- ① GAS BARRIER - GEOMEMBRANE
- ② GAS EXTRACTION - CRAWL SPACE
- ③ GAS EXTRACTION - FAN
- ④ MONITORING - INSTRUMENTS AND ALARMS

HOUSE AND STRUCTURE

- ⑤ CRAWL SPACE
- ⑥ PERIMETER STEM WALLS
- ⑦ INTERIOR STEM WALLS (OR ISOLATED FOOTINGS)
- ⑧ SOIL - GEOMEMBRANE PROTECTION
- ⑨ FLOOR SYSTEM AND FLOORING
- ⑩ INDOOR AIR SPACE
- ⑪ HOUSE STRUCTURE FRAMING

NOT TO SCALE

FIGURE 2

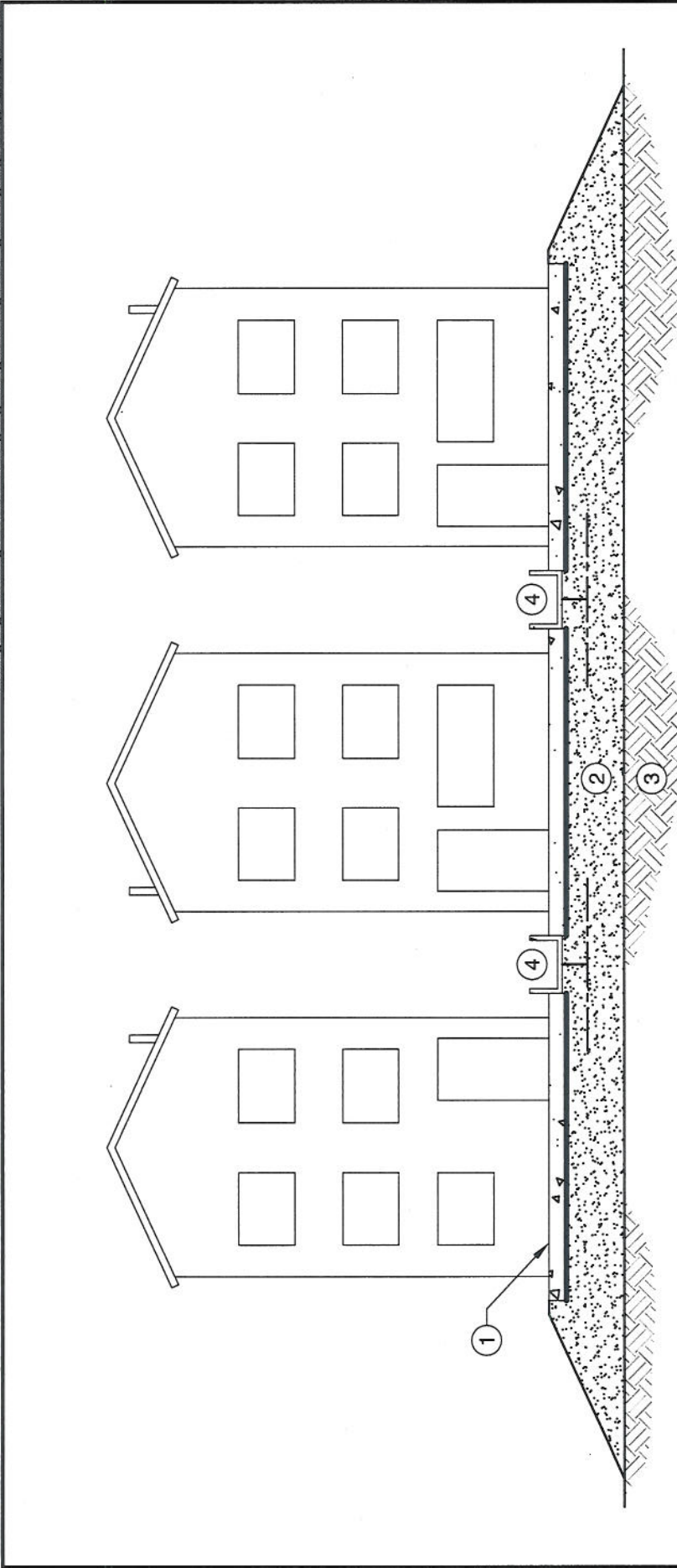
**CRAWL SPACE OPEN AIR
GAS EXTRACTION**

410 CENTER STREET
LOS ANGELES, CALIFORNIA

• PREPARED FOR

THE GREENWALD COMPANY
SAN DIEGO, CALIFORNIA





NOT TO SCALE

FIGURE 3

PASSIVE GAS CONTROL SYSTEM ON SAND PLATFORM

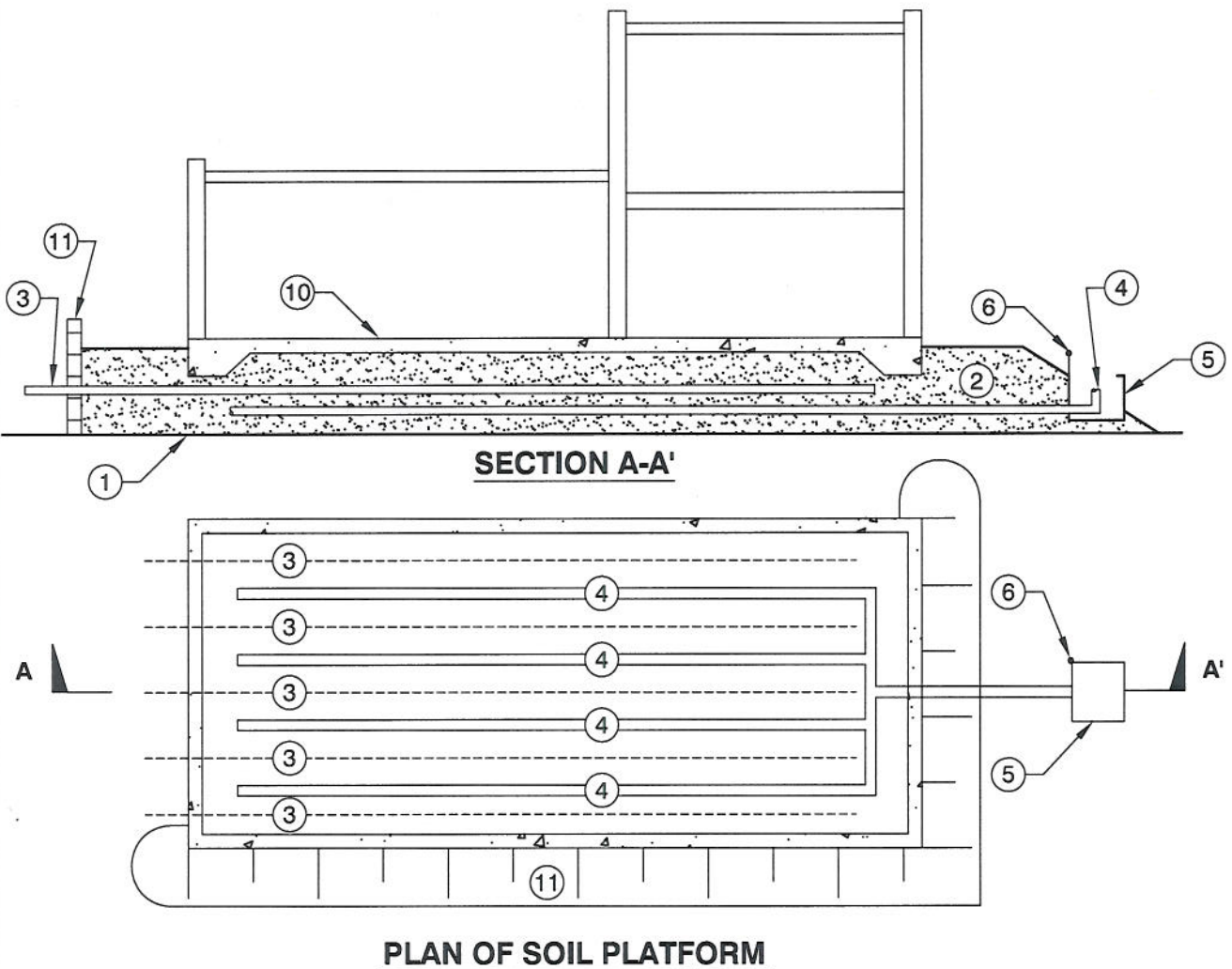
- GAS BARRIER SYSTEM**
- ① GAS BARRIER - SLAB AND GEOMEMBRANE
 - ② PASSIVE GAS EXTRACTION - COMPACTED SAND PLATFORM
- OTHER**
- ③ NATURAL GRADE - NATIVE SITE SOIL
 - ④ 1/2" DIA. PVC PIPE TO MONITORING VAULT

410 CENTER STREET
LOS ANGELES, CALIFORNIA

PREPARED FOR

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SAN DIEGO, CALIFORNIA





GAS CONTROL SYSTEM

- ① GAS BARRIER - GEOMEMBRANE BENEATH GEOTEXTILE
- ② GAS COLLECTION - SAND PLATFORM
- ③ GAS EXTRACTION - AIR INLET PIPES
- ④ GAS EXTRACTION - AIR REMOVAL PIPES
- ⑤ GAS EXTRACTION - PUMP AND EXIT PORT BOX
- ⑥ MONITORING - INSTRUMENTS AND ALARMS

STRUCTURE

- ⑩ OPEN SPACE FLOOR SLAB
- ⑪ PERIMETER WALL OR SLOPE

NOT TO SCALE

FIGURE 4

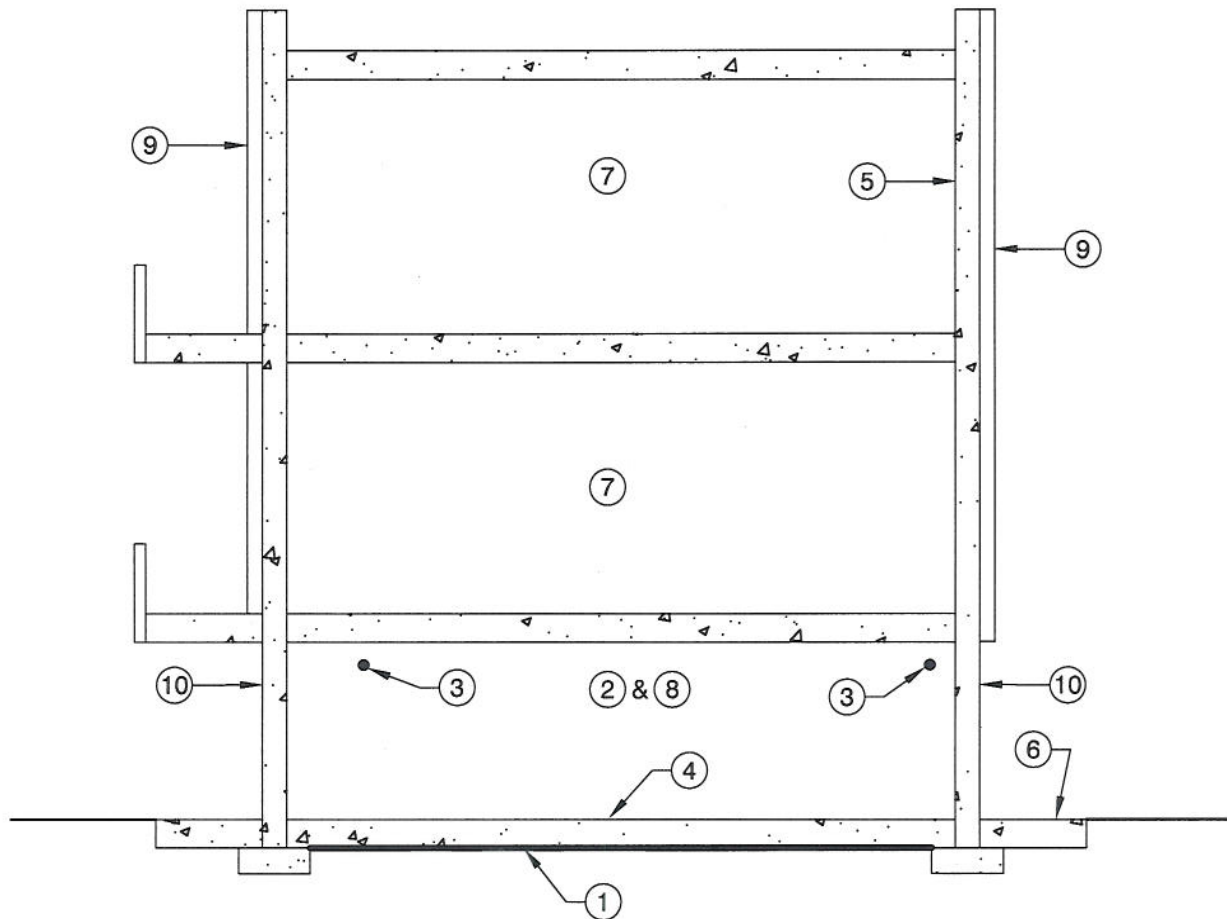
**STRUCTURE ON SAND
PLATFORM WITH ACTIVE GAS
EXTRACTION COMPONENTS**

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LOS ANGELES, CALIFORNIA

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SAN DIEGO, CALIFORNIA





GAS CONTROL SYSTEM

- ① GAS BARRIER - GEOMEMBRANE
- ② GAS EXTRACTION - OPEN FIRST FLOOR
- ③ MONITORING - INSTRUMENTS AND ALARMS

STRUCTURE

- ④ OPEN SPACE FLOOR SLAB
- ⑤ 3-STORY STRUCTURE
- ⑥ FLATWORK
- ⑦ LIVING SPACE
- ⑧ OPEN SPACE (PARKING)
- ⑨ WALLS AND WINDOWS
- ⑩ COLUMNS

NOT TO SCALE

FIGURE 5

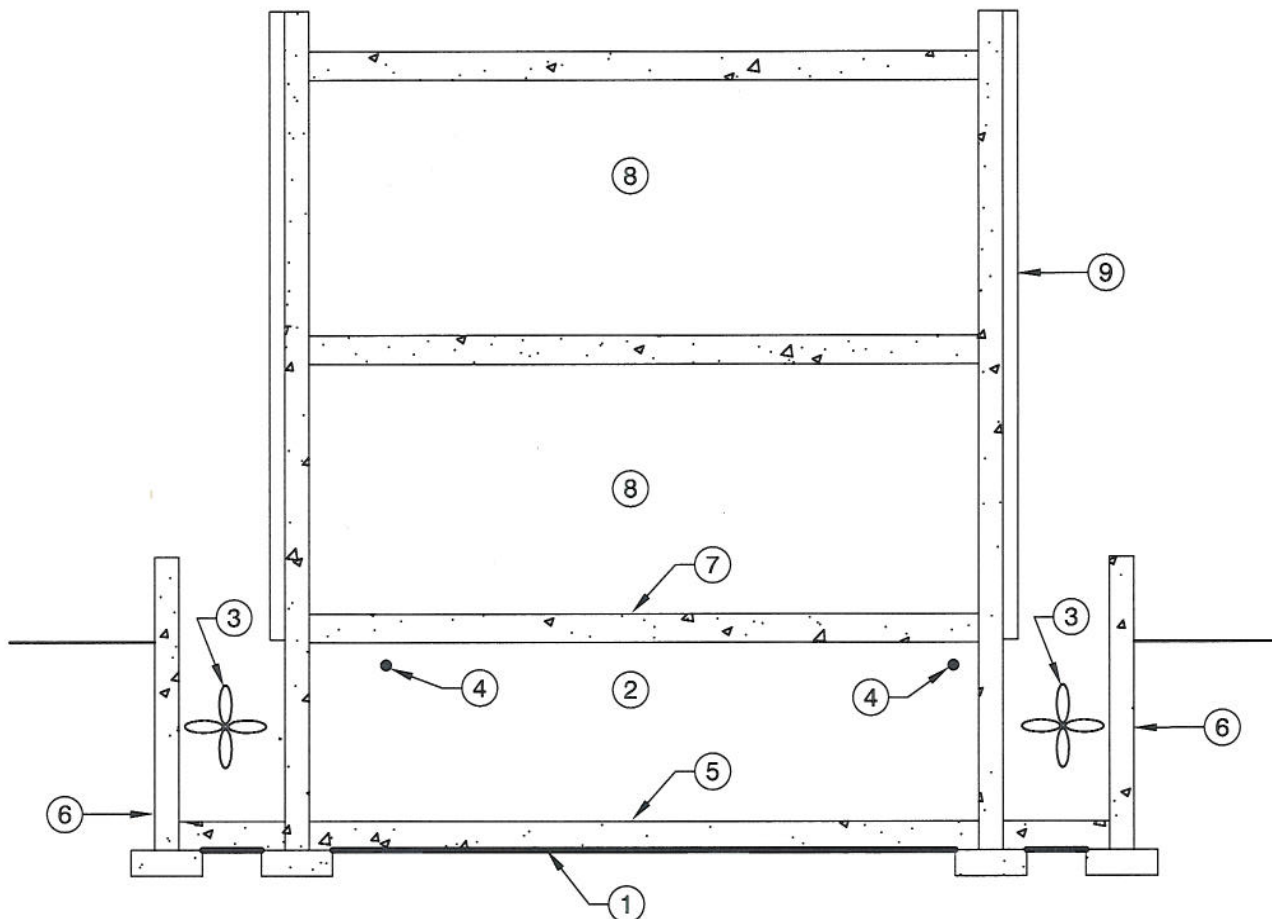
MULTI-STORY RESIDENCE WITH OPEN SPACE FLOOR AND PASSIVE GAS EXTRACTION

410 CENTER STREET
LOS ANGELES, CALIFORNIA

PREPARED FOR

THE GREENWALD COMPANY
SAN DIEGO, CALIFORNIA





GAS CONTROL SYSTEM

- ① GAS BARRIER - GEOMEMBRANE
- ② GAS EXTRACTION - CRAWL SPACE
- ③ GAS EXTRACTION - FAN
- ④ MONITORING - INSTRUMENTS AND ALARMS

STRUCTURE

- ⑤ FLOOR SLAB
- ⑥ RETAINING WALL (ALTERNATIVELY - SLOPE EXCAVATION)
- ⑦ MAIN LIVING SPACE STRUCTURE ON COLUMNS
- ⑧ LIVING SPACE
- ⑨ WALLS AND WINDOWS

NOT TO SCALE

FIGURE 6

MULTI-STORY RESIDENCE WITH OPEN BASEMENT AND ACTIVE GAS EXTRACTION

410 CENTER STREET
LOS ANGELES, CALIFORNIA

PREPARED FOR

THE GREENWALD COMPANY
SAN DIEGO, CALIFORNIA



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Exhibit D

OVERSIGHT COST ESTIMATE for
ADMINISTRATION OF DUTIES by
THE DEPARTMENT OF TOXIC SUBSTANCES CONTROL for the
LAND USE COVENANT for the property known as
410 NORTH CENTER STREET, LOS ANGELES, CALIFORNIA
Los Angeles County Assessor Parcels 5173-021-002 and 5173-021-003
also known as
FORMER ALISO STREET MANUFACTURED GAS PLANT,
SECTOR C, BLOCK N

As a part of its regulatory oversight role, the Department of Toxic Substances Control (DTSC) will conduct yearly activities to verify that the provisions of the Land Use Covenant (LUC) of the subject properties are being maintained. The owner is to inspect and submit an Annual Status Report verifying compliance with the LUC restrictions. In addition, DTSC's activities are expected to include:

- Annual inspections.
- Pertinent phone calls or meetings with entities associated with the site, including the landowners, tenants, and other regulatory agencies.
- Review of and response to correspondence from the landowner pertaining to the LUC.
- Handling of internal and external inquiries about the status of the provisions of the LUC.

DTSC's estimated annual costs for performing the above activities are:

	Branch Chief	Unit Supervisor	Project Manager	Technical Support	Clerical Support	Grand Total
Total Hours/yr			4	2	1	-
Hourly Cost, \$			145	166	67	-
Total Cost, \$			580	332	67	979

The above costs assume that no LUC violations, breaches, or disruptions are noted during the inspection or otherwise reported to DTSC. If such problems arise as a result of negligence, non-compliance, or natural disasters such as earthquakes and floods, DTSC may incur the following costs in a single year:

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	Branch Chief	Unit Supervisor	Project Manager	Technical Support	Clerical Support	Attorney Support	Grand Total
Total Hours/yr	1	2	8	6	4	2	-
Hourly Cost, \$	191	166	145	166	67	165	-
Total Cost, \$	191	332	1160	996	268	330	3,277

The costs assume that DTSC will conduct the following actions:

- All of the activities described previously.
- Work related to discoveries of LUC violations, breaches, or disruptions, including preparing associated documentation, discussions with the landowner or regulatory agency personnel and supervisor; preparation of associated internal and external correspondence; and documenting that problems have been corrected.
- Work related to potential LUC violations, breaches, or disruptions that are outside of the control of the landowner, including acts of nature (flood, earthquake), vandalism, or violence. The time would include the site inspection; preparing associated documentation; discussions with the landowner, regulatory agency personnel and supervisor; preparations of associated internal and external correspondence; and documenting that problems have been corrected.

The above estimates are based on the **Contract Estimate Rates effective July 7, 2007** and include labor rates and overhead. The estimates do not include:

- Renegotiation or termination of the LUC or associated documents or agreements.
- Revisions of the LUC due to changes in land use.
- Discussions with local land use agencies, prospective purchasers or developers about changing the land use at the properties.

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Exhibit E
Annual Status Report For Covenant to Restrict Use of Property
Former Aliso Street Manufactured Gas Plant, Sector C Block N, Site
410 North Center Street, Los Angeles, CA
Los Angeles County Assessor Parcels 5173-021-002 and 5173-021-003

Name of Person Completing Form: _____

Address: _____

Phone number: _____

Date: _____

How was status verified? _____

	YES	NO
1. Is there a residence, including any mobile home or factory built housing, constructed or installed for use as residential human habitation at or below grade level on the property?	<input type="checkbox"/>	<input type="checkbox"/>
2. Is there a hospital for humans at or below grade level on the property?	<input type="checkbox"/>	<input type="checkbox"/>
3. Is there a public or private school for persons under 21 years of age at or below grade level on the property?	<input type="checkbox"/>	<input type="checkbox"/>
4. Is there a day care center for children at or below grade level on the property?	<input type="checkbox"/>	<input type="checkbox"/>
5. Are there any occupied structures on the property that do not have engineering controls?	<input type="checkbox"/>	<input type="checkbox"/>
6. Are there any ground water wells on site?	<input type="checkbox"/>	<input type="checkbox"/>
7. Are foods crops being raised in property soil?	<input type="checkbox"/>	<input type="checkbox"/>

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Exhibit E
Annual Status Report For Covenant to Restrict Use of Property
Former Aliso Street Manufactured Gas Plant, Sector C Block N, Site
410 North Center Street, Los Angeles, CA
Los Angeles County Assessor Parcels 5173-021-002 and 5173-021-003

8. Is there evidence of disturbance of soil? [If disturbance of soil was noted on the property explain in detail on attached pages the purpose of the disturbance, when it was performed, and who at the Department approved the Soil Management Plan?]
7. Did you fail to use due diligence and make an inquiry as to each and every restriction noted in the Covenant or listed on this annual status report form?
8. Has there been any change in the restrictions under a variance, modification or termination as approved by the Department under the Health and Safety Code? [If yes, describe in detail the change and the date of such approval for that change.]
9. Have there been any violations of the Covenant? [If yes, describe in detail on an attached page the steps taken to return to compliance.]
10. Is the following a true and accurate statement?
- Statement: The undersigned is the Owner of Property subject to this Covenant, and hereby admits that such Property has been used for one or more of the purposes listed in Sections 4.01, 4.02, 4.03 and 4.04 of this Covenant during the past year.

Please explain each YES response in detail on attached pages.

I certify that the foregoing information is true and correct to the best of my knowledge. I understand that a person making a false statement or representation in this report may be subject to fine or imprisonment or both.

Signed: _____
Representative of owner

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Exhibit E

Annual Status Report For Covenant to Restrict Use of Property
Former Aliso Street Manufactured Gas Plant, Sector C Block N, Site
410 North Center Street, Los Angeles, CA
Los Angeles County Assessor Parcels 5173-021-002 and 5173-021-003

Printed Name _____

DATE: _____

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